



DELAWARE DEPARTMENT OF NATURAL RESOURCES
AND ENVIRONMENTAL CONTROL ("DNREC")

ENVIRONMENTAL PERMIT APPLICATION
BACKGROUND STATEMENT

Pursuant to 7 Del. C. Chapter 79

FILING STATUS:

This Background Statement is being filed with DNREC because:

- ☒ 1. It is an initial application for a new permit (or permits) and the applicant or applicant company has not held a permit issued by DNREC for a period of 5 or more years [See 7 Del. C. § 7902(a) and (b)];
- ☐ 2. It is required on an annual basis because the applicant or applicant company has been designated a chronic violator pursuant to 7 Del. C. § 7904 [See 7 Del. C. § 7902(a)(7) and (b)(2)]; or
- ☐ 3. It is required on an annual basis as the applicant or applicant company has been found guilty, pled guilty or no contest to any crime involving violation of environmental standards which resulted in serious physical injury or serious harm to the environment as defined in 7 Del. C. § 7902(c) [See 7 Del. C. § 7902(a)(7) and (b)(2)].

| | |
|--|--|
| APPLICANT OR APPLICANT COMPANY'S NAME OR COMPANY'S NAME FILING STATEMENT | The Data Centers, LLC |
| DATE OF APPLICATION OR DATE OF STATEMENT | January 18, 2014 |
| PERMIT(S) BEING APPLIED FOR OR STATEMENT FOR FILING STATUSES 2 OR 3 | <input checked="" type="checkbox"/> Permit DNREC - DAQ Construction Permit Type(s) <input type="checkbox"/> Statement for filing Statutes 2 or 3—If filing under these statuses, attach a statement of the date of designation as Chronic Violator or the date of Conviction/Plea. |
| OTHER DNREC PERMITS HELD | <input checked="" type="checkbox"/> N/A - No other permits held with DNREC <input type="checkbox"/> List of all DNREC permits currently held with dates of issuance and expiration attached. |

ENVIRONMENTAL PERMIT APPLICATION BACKGROUND STATEMENT

Please note: Companies filing statements pursuant to Chapter 79 have the right to identify information to be afforded confidential status pursuant to 7 Del. C. § 7903(b) and the requirements set forth in Section 6, "Requests for Confidentiality" of the DNREC *Freedom of Information Act Regulation*.

PROVIDING ALL OF THE INFORMATION REQUESTED IN THIS FORM SATISFIES THE REQUIREMENTS OF 7 DEL. C. CHAPTER 79 ("ENVIRONMENTAL PERMIT APPLICATION BACKGROUND STATEMENT") UNLESS THE DELAWARE DEPARTMENT OF NATURAL RESOURCES AND ENVIRONMENTAL CONTROL ("DNREC") OR THE DELAWARE DEPARTMENT OF JUSTICE DETERMINES THAT ADDITIONAL SUBMISSIONS ARE NECESSARY. FAILURE TO PROVIDE THE INFORMATION REQUESTED OR PROVIDING ERRONEOUS INFORMATION IS GROUNDS FOR DENYING OR REVOKING AN ENVIRONMENTAL PERMIT/APPROVAL/LICENSE, AND FOR CIVIL AND/OR CRIMINAL PENALTIES.

A. (Authority - 7 Del. C. § 7902(a)(1&2) & § 7905) Attach a complete list (full names) of all current members of the applicant company's board of directors, all current corporate officers, all persons owning more than 20% of the applicant's stock or other resources, all subsidiary/affiliated companies with type of business performed, street addresses, all parent companies with addresses, all companies with which the applicant's company shares two or more members of the board of directors, and the name(s) of the person(s) serving as the applicant's local chief operating officer(s) with respect to each facility covered by the permit in question or for the statement required for filing Statuses 2 or 3. [Note: For companies that do not have a facility located in Delaware, no listing for the local chief operating officer(s) is required].

- ☒ Information attached
- ☐ Information attached, except for local chief operating officer as there is no facility located in the State of Delaware.

B. (Authority - 7 Del. C. § 7905) Please check one of the following selections below, showing type of ownership for the applicant or applicant/statement company:

- ☐ Proprietorship List the state, county, book record and page number where the certificate is found (Attach hereto).
- ☐ Partnership List the state, county, book record and page number where the certificate is found (Attach hereto).
- ☒ Corporation
(LLCs included) List the city, state, date of incorporation, corporation file number, current corporate standing, registered agent, and address of the registered agent (Attach hereto).
- ☐ Municipality
- ☐ Public Institution/
Government Agency
- ☐ Other

C. (Authority - 7 Del. C. § 7902(a)(3) & § 7905) Have any of the following been issued to or agreed to by the applicant or applicant/statement company, any employee, person, entity, or subsidiary/affiliated company, specified in response to Item A, for violation of any environmental statute, regulation, permit, license, approval, or order, regardless of the state in which it occurred, during the five years prior to the date of this application/statement

| OFFENSE | YES | NO |
|---|-----|----|
| Notice of Violation(s) | | X |
| Administrative Order(s) | | X |
| Administrative Penalty(ies) | | X |
| Civil Action(s) | | X |
| Civil Penalty(ies) | | X |
| Civil and/or Administrative Settlement Agreement(s) | | X |
| Permit/License/Approval Revocation | | X |
| Arrest(s) | | X |
| Conviction(s) | | X |
| Criminal Penalty(ies) | | X |
| Criminal Plea Bargain | | X |

D. (Authority - 7 Del. C. § 7902(a)(3), (a)(4) & § 7905) If you answered "yes" to any of the actions listed in Item C above for the applicant or applicant company or any other person identified in Item A, attach a description of the incidents or events leading to the issuance of each action, regardless of the state in which it occurred, for the 5 years prior to the date of the statement, and the disposition of each action, what state the action/offense occurred in, and any actions that have been taken to correct the violations that led to such enforcement action.

☒ N/A

☐ Information attached

E. (Authority - 7 Del. C. § 7902(a)(5) & § 7905) Attach a description of any felony or other criminal conviction for a crime involving harm to the environment or violation of environmental standards of any person or entity identified in Item A above that resulted in a fine greater than \$1,000 or a sentence longer than 7 days, regardless of whether such fine or sentence was suspended.

☒ N/A

☐ Description attached

F. (Authority - 7 Del. C. § 7902(a)(6) & § 7905) Attach copies of any and all settlements of environmental claims involving the applicant, associated with actions identified in response to Item D above, whether or not such settlements were based on agreements where the applicant did not admit liability for the action.

☒ N/A

☐ Information attached

Items for Filing Statutes 2 or 3 Only

G. (Authority - 7 Del. C. § 7902(a)(7) and § 7905) If the applicant or applicant/statement company has been found guilty, pled guilty or no contest, to any crime involving violation of environmental standards which resulted in serious physical injury or serious harm to the environment attach a summary of the events involved and a copy of the disposition of the action (See 7 Del. C. § 7902(c) for definitions of "serious physical injury" or "serious harm to the environment" before answering this question.)

☒ N/A

☐ Yes – Information Attached.

H. (Authority - 7 Del. C. § 7902(a)(8)) – If the applicant or applicant/statement company has been designated a chronic violator under 7 Del. C. § 7904, a detailed written report from an independent inspector who has inspected the applicant's premises for the purpose of detecting potential safety and environmental hazards to employees and the surrounding community. The Secretary may waive the duty to submit a detailed written report upon a showing of good cause by the applicant. A showing by the applicant that the acts which caused it to be designated as a chronic violator did not jeopardize public health shall constitute "good cause" under this paragraph.

I. (Authority - 7 Del. C. § 7902(a)(7)) – If the applicant or applicant/statement company has been designated a chronic violation under § 7904 of this Title, OR has been found guilty or pled no contest to any crime involving violation of environmental standards which resulted in serious physical injury or serious harm to the environment, a statement made under oath by the applicant or applicant/statement company's local chief operating officer with respect to the facilities covered by the permit, stating that: (a) disclosures made by the applicant/reporting company under federal and state environmental statutes and regulations during the preceding calendar year have been, to the chief operating officer's knowledge, complete and accurate, and (b) that the facility has implemented policies, programs, procedures, standards or systems reasonably designed, in light of the size, scope, and nature of facility operations to detect and promptly correct any noncompliance with state environmental statutes and regulations. The statement filed pursuant to this paragraph shall include an acknowledgement by the affiant that intentionally false statements submitted in compliance with this paragraph constitute criminal perjury as defined at 11 Del. C. §§1221-1222.

STATE OF DELAWARE – DEPT OF NATURAL RESOURCES AND ENVIRONMENTAL CONTROL
ENVIRONMENTAL PERMIT BACKGROUND STATEMENT

CERTIFICATION

I HEREBY CERTIFY THAT I HAVE READ THE PRECEEDING SUBMISSION, HAVE PROVIDED ALL OF THE INFORMATION REQUESTED, AND THAT ALL OF THE INFORMATION PROVIDED IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE AND BELIEF.



DATE: Jan 18, 2014

SIGNATURE—APPLICANT OR
OFFICER OF APPLICANT / STATEMENT COMPANY

NAME: Earl Eugene Kern

TITLE: Chief Executive Officer

COMPANY
NAME: The Data Centers, LLC

ADDRESS: 1554 Paoli Pike Suite 325
West Chester, PA 19380

TELEPHONE: 610-291-0133

FAX NUMBER: 601-672-9605

REGISTERED
AGENT NAME: Business Filings Inc

ADDRESS: 108 West 13th Street, Wilmington, DE 19801

TELEPHONE: 302-777-0210

FAX NUMBER: 302-658-3694

SWORN TO AND SUBSCRIBED

BEFORE ME THIS 18 DAY OF
January, 2014.

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

John S. Rankin Jr., Notary Public
Lower Merion Twp., Montgomery County
My Commission Expires March 2, 2016

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

jmb:20-24.doc/Rev. 8/2012


NOTARY PUBLIC SIGNATURE (SEAL)

John S. Rankin Jr.
PRINTED NAME OF NOTARY PUBLIC

Pennsylvania / Chester
STATE / COUNTY

MY COMMISSION EXPIRES ON: 3/2/2016



Self Powered Data Centers

DNREC - DAQ Construction Permit Information

Item A page 2 of DAQ Construction Permit Information

Current Board of Directors:

Earl Eugene Kern

Current Corporate Officers:

Earl Eugene Kern

Person's Owning 20% or more of LLC interests:

Earl Eugene Kern

Subsidiary / Affiliated Companies and Addresses:

Wolf Technology Center 1, LLC
1554 Paoli Pike, Suite 325, West Chester, PA 19380

Parent Companies and Addresses:

N/A

Companies that share two or more Members of the Board of Directors:

N/A

Applicant's Local Chief Operating Officer:

N/A



Self Powered Data Centers

Item B page 2 of DAQ Construction Permit Information

City of Incorporation:

Wilmington

State of Incorporation:

Delaware

Date of Incorporation:

“The Data Centers.com, LLC” formed on September 2, 2011.

Certificate of Amendment filed on August 7, 2012 to change company name to “The Data Centers, LLC”

Corporation File Number:

“The Data Centers.com, LLC” formed on September 2, 2011 – Filed 10:28am on 09/02/2011, SRV 110976002, File # 5033083

Certificate of Amendment filed on August 7, 2012 to change company name to “The Data Centers, LLC” – Filed 8:24am on 08/07/2012, SRV 120910696, File # 5033083

Current Corporate Standing:

Good Standing

Registered Agent:

Business Filings Incorporated

Address of Registered Agent:

Address 1: 108 West 13th Street

City: Wilmington

State: Delaware

Zip: 19801

Phone: 302-777-0210

Fax: 302-658-3694